

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

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In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors¹. : Jointly Administered
----- X

CONSENT ORDER REJECTING EQUIPMENT LEASE WITH AT&T CAPITAL SERVICES, INC. AND STERLING COMMERCE, INC.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

THIS MATTER comes before the Court on the Motion of AT&T Capital Services, Inc. ("AT&T Capital") and Sterling Commerce, Inc. ("Sterling", and collectively with AT&T Capital, the "AT&T Entities") for Entry of an Order: (A) Allowing and Compelling the Payment of Administrative Expense Claim to AT&T; and (B) Compelling Assumption or Rejection of Equipment Lease, or in the Alternative, Lifting the Automatic Stay to Permit Termination of the Equipment Lease and Repossession of Equipment (Docket No. 2298) (the "Motion") relating to that Master Lease Agreement, dated August 4, 2008, between the Debtors and the AT&T Entities (the "Master Lease Agreement"), and with the parties having reached an agreement with respect to the Motion,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Master Lease Agreement and related agreements and schedules, if any, shall be deemed rejected as of March 31, 2009 (the "Rejection Date").

2. The parties reserve any and all of their respective rights regarding AT&T Entities' claims, if any, for April 2009, including, but not limited to whether such claims, if any, constitute administrative expense claims under Bankruptcy Code sections 365, 503 or 507, and nothing

herein shall affect or prejudice the rights of the AT&T Entities to assert any claims, if any, and the rights of Debtors to object to such claims, if any, on any grounds.

3. In no event shall the AT&T Entities have any claim beyond April 28, 2009, including, but not limited to, any administrative expense claims under Bankruptcy Code sections 365, 503 or 507.

4. The Bankruptcy Court shall retain exclusive jurisdiction to hear and determine all matters relating to or arising from this Order.

Apr 29 2009
Dated: _____, 2009

Richmond, Virginia

/s/ Kevin Huenekens
UNITED STATES BANKRUPTCY JUDGE

Entered on Docket: April 30 2009

WE ASK FOR THIS:

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
Chris L. Dickerson, Esq.
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley.
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors in Possession

WE ASK FOR THIS:

QUAGLIANO SEEGER, P.C.

Julie Quaglano Westemeier, Esq.
2620 P Street, N.W.
Washington, DC 20007
(202) 822-8838

-and-

LOWENSTEIN SANDLER PC

/s/ Vincent A. D'Agostino
Vincent A. D'Agostino, Esq.
Eric H. Horn, Esq.
65 Livingston Avenue
Roseland, New Jersey 07068-1791
(973) 597-2500

Counsel for AT&T Capital Services, Inc. and
Sterling Commerce, Inc.

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby
certify that the foregoing proposed order has been endorsed
by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

CERTIFICATE OF NOTICE

District/off: 0422-7
Case: 08-35653

User: frenchs
Form ID: pdforder

Page 1 of 1
Total Served: 1

Date Rcvd: Apr 30, 2009

The following entities were served by first class mail on May 02, 2009.
atty +Gregg M. Galardi, Skadden Arps Slate Meagher, & Flom LLP, One Rodney Sq., PO Box 636,
Wilmington, DE 19899-0636

The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: May 02, 2009

Signature:

